

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-23538 (RDD)  
(Jointly Administered)

SEARS HOLDINGS CORPORATION, *et al.*,

Plaintiffs,

v.

1055 HANOVER, LLC and 1 IMESON PARK  
BLVD, LLC,

Defendants.

Adv. Proc. No. 21-07011 (RDD)

**ORDER GRANTING DEFENDANTS'  
MOTION TO DISMISS THE COMPLAINT**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); SHC Licensed Business LLC (3718); and SHC Promotions LLC (9626). The location of the Debtors' corporate headquarters is 1700 Broadway, 19th Floor, New York, New York 10019.

Upon the motion, dated March 29, 2021 [Docket No. 4] (the “Motion to Dismiss”) of Defendants 1055 Hanover, LLC and 1 Imeson Park Blvd, LLC (together, the “Defendants”) for entry of an order under Fed. R. Bankr. P. 7012, incorporating Fed. R. Civ. P. 12(b)(6), dismissing the Adversary Complaint herein [Docket No. 1] of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases and plaintiffs in the above-captioned adversary proceeding (collectively, the “Plaintiffs”); and upon Plaintiffs’ Opposition to Defendants’ Motion to Dismiss [Docket No. 9] and Defendants’ Reply Brief in Support of the Motion to Dismiss the Complaint [Docket No. 12]; and upon the record of the hearing held by the Court on the Motion to Dismiss on May 25, 2021 (the “Hearing”); and, after due deliberation and for the reasons set forth in the Court’s bench ruling on the record of the Hearing, it is hereby

**ORDERED** that the Motion to Dismiss is granted as provided herein, and the Adversary Complaint in the above-captioned adversary proceeding is **DISMISSED** in its entirety, without prejudice.

Dated: June 1, 2021  
White Plains, New York

/s/Robert D. Drain

The Honorable Robert D. Drain  
United States Bankruptcy Judge